

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1538.
FILED, APRIL 20th, 1967.

Lee J.
(CANTRI MINES LIMITED)

Full corporate name of Company
(Formerly Harrison Minerals Limited) Incorporated under the
laws of the Province of Ontario by Letters Patent dated May 30, 1935.
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous
Filing Statement No. 1509.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Underwriting Agreement. (See Item 6)
2. Head office address and any other office address.	Suite 1001, 350 Bay Street, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>The present Board of Directors and Officers are as follows:</p> <p>JACK WEST Mining Executive and Jobber, 350 Betty Ann Drive, Willowdale, Ontario. President & Managing Director.</p> <p>DONALD BENNETT Chartered Accountant, 36 Crispin Crescent, Willowdale, Ontario. Secretary-Treasurer & Director.</p> <p>HAROLD KITCHENER Registered Securities Salesman, BROWN, SR. 162 - 6th Street, New Toronto, Ontario. Director.</p> <p>MARILYN WEST Housewife, 340 Betty Ann Drive, Willowdale, Ontario. Director.</p> <p>ROBERT R. HILLIARD Accountant, 38 Roywood Drive, Toronto, Ontario. Director.</p> <p>JANET C. HENDRY Legal Secretary, 697 Eglinton Ave. West, Toronto 10, Ontario. Director.</p> <p>(One vacancy created by the resignation of J. A. Gilbert as a Director).</p>
4. Share capitalization showing authorized and issued and outstanding capital.	<p>Authorized: 5,000,000 shares of the par value of \$1.00 each</p> <p>Issued: 1,957,500 fully paid and non- assessable shares.</p>
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Nil
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated April 17th, 1967 Hevenor & Co. Limited, 11 Jordan Street, Toronto (on behalf of its clients, Barba Holdings Limited as to 20% and Tinex Development Exploration Limited as to 30%) and Draper, Dobie & Co. Limited, 25 Adelaide St. West, Toronto (on behalf of its clients, Montcount Investments Limited as to 20% and Temanda Mines Limited as to 30%) agreed to purchase 335,000 shares of the capital stock of the Company at 15¢ per share payable upon acceptance of this Filing Statement by the Toronto Stock Exchange.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	<p>The only persons holding a greater than 5% interest in</p> <p>i) Barba Holdings Limited - the President, Jack West.</p> <p>ii) Montcount Investments Limited - Louis Blumenthal, 525 Chaplin Crescent, Toronto, Ontario.</p> <p>iii) Temanda Mines Limited - public company whose principal shareholder and the President thereof is the said Jack West.</p> <p>iv) Tinex Development Exploration Limited - public company and Jack West is the Managing Director thereof (see also Item 16).</p>
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Nil
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company proposes 3 diamond drill holes totalling 1,500 feet to check geophysical indications on its Bedivere Lake claims. The estimated cost of this program is \$10,000.</p>
10. Brief statement of company's chief development work during past year.	<p>The Company completed magnetic and electromagnetic surveys over its properties in the Bedivere Lake Area of Ontario during January 1967 at a cost of \$7,600.</p>
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	n/a
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>180,000 escrowed shares subject to release only upon the written consent of the Toronto Stock Exchange.</p>
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>Tinex Development Exploration Limited, Suite 1001, 350 Bay Street, Toronto, Ontario.</p>

FINANCIAL STATEMENTS

CANTRI MINES LIMITED

(Incorporated under the laws of the Province of Ontario)

REVISED BALANCE SHEET AS AT MARCH 31, 1967

A S S E T S

CURRENT

Cash in Bank	\$ 2,685.14	
Deposit Receipt	30,000.00	
Accounts Receivable	<u>5,533.58</u>	\$ 38,218.72

MINING PROPERTIES

Armstrong Area - Ontario at Cost of Original Claim Group	6,000.00	
Pine Point Area N W T at Cost	39,100.00	
Fasken Township Ontario at Cost	2,000.00	
Bedivere - Thunder Bay - Cash	\$ 7,200.00	
65,000 Free Shares of the Company, value @ 15¢ each	<u>9,750.00</u> <u>16,950.00</u>	64,050.00

INVESTMENTS

Bonbourbet Mines Limited		
Share at Cost	\$ 28,260.92	
Advances	<u>6,205.82</u>	34,466.74
Tyone Mines Limited		
Shares at Cost	9,000.00	
Advances	<u>17,433.75</u>	26,433.75
Shares at Cost & Nominal Values	<u>2,802.00</u>	63,702.49

OTHER

Office Equipment at Cost	213.21	
Deposit re Drilling Contract	<u>639.30</u>	852.51
		<u>\$166,823.72</u>

CANTRI MINES LIMITED

(Incorporated under the laws of the Province of Ontario)

REVISED BALANCE SHEET AS AT MARCH 31, 1967.

L I A B I L I T I E S

CURRENT

Accounts Payable	\$ 2,420.81
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CAPITAL

Authorized - 5,000,000 shares of \$1.00 each par value

Issued & Fully Paid - 1,957,500 \$ 1,957,500.00

Less: Discount thereon 1,606,128.58

351,371.42

Deficit Per Statement 186,968.51 164,402.91

\$166,823.72

Approved on behalf of the Board of Directors

Director

Director

CANTRI MINES LIMITED
(Incorporated under the laws of the Province of Ontario)

STATEMENT OF DEFICIT

FOR THE 10 MONTHS ENDED MARCH 31, 1967.

Balance at June 1, 1966		\$ 168,724.93
Add: Administrative Expenses	\$ 7,847.43	
Exploratory Expenses	<u>11,676.34</u>	<u>19,523.77</u>
		188,248.70
Less: Interest Earned		<u>1,280.19</u>
Balance at March 31, 1967		<u>\$ 186,968.51</u>

CANTRI MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE 10 MONTHS ENDED MARCH 31, 1967.

Working Capital at June 1, 1966

Current Assets	\$ 75,870.10	
Less: Current Liabilities	<u>16,548.61</u>	\$ 59,321.49

Source of Funds

Interest Earned	1,280.19	
Transfer of Deposit re Drilling	<u>2,500.00</u>	<u>3,780.19</u>
		\$3,101.68

Application of Funds

Administrative Expenditures

Secretarial & Office	\$ 1,800.00	
Legal	2,827.58	
Toronto Stock Exchange Fees	657.34	
Directors Fees	525.00	
Sundry Expenses	240.77	
Audit	500.00	
Shareholders Information and		
Share Transfer Expenses	996.74	
Administrative Salary	<u>300.00</u>	<u>7,847.43</u>

Exploratory Expenditures

Armstrong Area

Diamond Drilling	1,586.94
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Bedivere Area

Electro Magnetic		
Survey	2,000.00	
Magnetic Survey	5,300.00	
Engineers Report	<u>300.00</u>	<u>7,600.00</u>

Pine Point Area

Diamond Drilling	<u>2,489.40</u>	<u>11,676.34</u>
Advances - Bonboubet		580.00

Acquisition of Claims

36 Claims Bedivere - Thunder Bay	<u>7,200.00</u>	<u>27,303.77</u>
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Working Capital at March 31, 1967.

Current Assets	38,218.72	
Less: Current Liabilities	<u>2,420.81</u>	<u>\$ 35,797.91</u>

ENGINEER'S REPORT

J. C. HONSBERGER

MINING ENGINEER AND GEOLOGIST
P. ENG. ONTARIO AND QUEBEC

OFFICE
SUITE 100,
12 RICHMOND ST. E.,
TORONTO, ONTARIO
364-3347

ADDRESS ALL CORRESPONDENCE TO
15 MEADOWACRES DRIVE
AGINCOURT, ONTARIO
444-1431

INTRODUCTION

A magnetic survey was carried out over the property of Cantri Mines which is located in the Bedivere Lake area of Ontario during January 1967 and the results were incorporated in a report dated February 9, 1967 by myself. It was decided after the completion of the magnetic survey to carry out an electromagnetic survey over the property to aid in pinpointing favorable areas where mineralization may be concentrated.

The 36 unpatented contiguous claims covered by the survey are described as follows:-

TB 127418 - TB 127435 inclusive

TB 127472 - TB 127489 "

The property as mentioned is in the Bedivere Lake area and is readily accessible from Owakanze Station on the C.N.R. Owakanze is about 100 miles west of Port Arthur, a bush road runs 7 miles from Owakanze Station to the property.

METHOD OF SURVEY

A Sharpe A-2 magnetometer having a sensitivity of 20 gammas per scale division was used for the magnetometer survey.

A base station was established and all readings were corrected to a common base.

The accompanying map is a preliminary one. A completed map will be forwarded which will show the location of the claim posts and topography.

RESULT OF ELECTROMAGNETIC WORK

The previous work consisting of a ground magnetic survey outlined a large magnetic zone. It is suspected that this anomaly may be due to a basic intrusive such as diorite gabbro. Base metal values in the area have been found associated with such intrusives.

The electromagnetic work was carried out to try and determine if concentrations of such mineralization could be outlined.

Three anomalies were outlined on the property and are shown on the accompanying map.

Anomaly A is medium strength conductor and occurs on the western part of the property. There is no magnetic coincidence with this conductor.

Anomaly B and C are medium strength conductors, and occur within the magnetic zone. It is suspected that they may be due to shearing or sulphide mineralization.

CONCLUSIONS AND RECOMMENDATIONS

A large magnetic anomaly has been outlined on the property of Cantri Mines. It is suspected that this magnetic anomaly represents a basic intrusive and it is with such intrusives that base metal values have been found in the area.

The electromagnetic indications may be due to sulphide mineralization. It is possible however, that disseminated mineralization may not be shown up by the electromagnetic survey.

Three diamond drill holes totalling 1,500 feet have been proposed to check the geophysical indications. The holes are also shown on the accompanying map.

It is estimated that the cost of the proposed 1,500 foot drilling campaign will amount to \$10,000.00.

Respectfully submitted,

J. C. Honsberger
J. C. Honsberger, P. Eng.



Toronto, Ontario.
March 20, 1967.

C E R T I F I C A T E

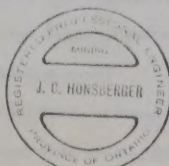
With reference to my Report, dated March 20th, 1967
on the Results of the Electromagnetic Survey on the claims of Cantri
Mines Limited, Bedivere Lake Area, District of Thunder Bay, Ontario,
I, J.C. Honsberger, do hereby certify and state:

1. I am a Consulting Mining Engineer and Geologist with
offices at Suite 100, 12 Richmond Street East, Toronto
and 15 Meadowacres Drive, Agincourt, Ontario.
2. I am a graduate Mining & Metallurgical Engineer, with
the Degree of B.Sc. (Science '28) Queens University,
Kingston, Ontario. I am a Member of the Professional
Engineers of the Province of Ontario, 1944. I am a member
of the Corporation of Professional Engineers of Quebec, 1945.
I am a Member of the Canadian Institute of Mining & Metallurgy,
1929. I am a Member of the American Institute of Mining,
Metallurgical & Petroleum Institute, 1945. I have practised
my profession continuously since graduation, having been an
independent consultant since 1944.
3. I have no interest in the claims described herein in this
report nor any shares now or expectant in the company
for which this work was done.
4. I directed the surveys done in co-operation with
Mr. L. C. Christopher, Consulting Geologist of
Toronto, Ontario, on the property of Cantri Mines Ltd.
The names and addresses of the personnel who did the
actual work as listed below:

Mr. Fred Corcoran - Val D'Or, P.Q.
Mr. L. Blanchard - Jacola, P.Q.
Mr. H. Morrissette - Vassan, P.Q.
Mr. P. Morrissette - Vassan, P.Q.
Mr. George Cote - Vassan, P.Q.
Mr. L. LeClere - Vassan, P.Q.

Respectfully submitted,

J. C. Honsberger
J. C. Honsberger, P. Eng.



15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>Five largest registered shareholders are:</p> <table><tr><td>* 1. Tinex Development Exploration Limited, Suite 1001, 350 Bay Street, Toronto, Ont.</td><td>180,000 escrowed shares</td></tr><tr><td>** 2. Ross, Knowles & Company Limited, 105 Adelaide St. West, Toronto, Ontario.</td><td>133,541 shares</td></tr><tr><td>** 3. Doherty, Roadhouse & McCuaig Bros. 335 Bay St., Toronto, Ont.</td><td>94,800 shares</td></tr><tr><td>** 4. Waite, Reid & Co. Limited, 200 Bay St., Toronto, Ont.</td><td>87,450 shares</td></tr><tr><td>* 5. Ivan C. Christopher, 52 Sunnydene Cres., Toronto, Ont.</td><td>65,000 shares</td></tr></table> <p>* - beneficial owner ** - beneficial owner unknown</p>	* 1. Tinex Development Exploration Limited, Suite 1001, 350 Bay Street, Toronto, Ont.	180,000 escrowed shares	** 2. Ross, Knowles & Company Limited, 105 Adelaide St. West, Toronto, Ontario.	133,541 shares	** 3. Doherty, Roadhouse & McCuaig Bros. 335 Bay St., Toronto, Ont.	94,800 shares	** 4. Waite, Reid & Co. Limited, 200 Bay St., Toronto, Ont.	87,450 shares	* 5. Ivan C. Christopher, 52 Sunnydene Cres., Toronto, Ont.	65,000 shares											
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* 5. Ivan C. Christopher, 52 Sunnydene Cres., Toronto, Ont.	65,000 shares																					
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	<p>Tinex Development Exploration Limited, Suite 1001, 350 Bay Street, Toronto, Ontario, may be in a position to materially affect control of the Company if it were able to solicit additional proxies. Mr. Jack West, the President of the Company is also the Managing Director of Tinex.</p>																					
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><th></th><th>Book</th><th>Market</th></tr><tr><td>20,000 Evenlode Gold Mines Limited</td><td>\$ 2,815.50</td><td>\$600.</td></tr><tr><td>75% Tyone Mines Limited</td><td>9,000.00</td><td>none</td></tr><tr><td>540,000 Bonboubet Mines Limited</td><td>28,260.92</td><td>none</td></tr><tr><td>22,000 United Cobalt</td><td>1.00</td><td>none</td></tr><tr><td>25,000 Hearst Lareder</td><td>1.00</td><td>none</td></tr><tr><td></td><td><u>\$40,078.42</u></td><td></td></tr></table>		Book	Market	20,000 Evenlode Gold Mines Limited	\$ 2,815.50	\$600.	75% Tyone Mines Limited	9,000.00	none	540,000 Bonboubet Mines Limited	28,260.92	none	22,000 United Cobalt	1.00	none	25,000 Hearst Lareder	1.00	none		<u>\$40,078.42</u>	
	Book	Market																				
20,000 Evenlode Gold Mines Limited	\$ 2,815.50	\$600.																				
75% Tyone Mines Limited	9,000.00	none																				
540,000 Bonboubet Mines Limited	28,260.92	none																				
22,000 United Cobalt	1.00	none																				
25,000 Hearst Lareder	1.00	none																				
	<u>\$40,078.42</u>																					
18. Brief statement of any lawsuits pending or in process against company or its properties.	<p>Nil</p>																					
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>None</p>																					
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>There are no other material Facts. Shares of the Company are in the course of primary distribution to the public.</p>																					

DATED April 17, 1967

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

CANTRI MINES LIMITED

"D. Bennett" Per: _____ CORPORATE SEAL
"J. West" Per: _____

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

DRAPER, DOBIE & CO. LIMITED

Per: _____

"W.M. Wismer"
"D.J. Coulter"

HEVENOR & CO. LIMITED

Per: _____

"M.A. Moysey"

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 300.
FILED, NOVEMBER 19th. 1965.

CANTRI MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1265, dated February 24, 1965,
and Amending Filing Statement No. 292, dated September 15, 1965.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	<p>1. Assignment of outstanding options on treasury shares. See items 6 and 7 hereof.</p> <p>2. Purchase by the Company of 35 unpatented mining claims in the Pine Point Area, North West Territories. See items 8, 11 and 12 hereof.</p> <p>3. Replacement of director. See item 3 hereof.</p>
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	Frank Bodogh is no longer a director. His place on the board has been filled by Morley Klayman, wholesaler, 108 Frontenac Street, Toronto.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated November 12th, 1965, subject to the acceptance of notice thereof, Ross, Knowles & Co. Ltd. has assigned the outstanding options on treasury shares to Waite, Reid & Co. Ltd., 200 Bay Street, Toronto. The outstanding options are on 100,000 shares at 35 cents per share, exercisable on or before January 27th, 1966, and on 200,000 shares at 40 cents per share, exercisable on or before April 27th, 1966 and 200,000 shares at 45 cents per share, exercisable on or before July 27th, 1966.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Waite-Reid & Co. Ltd. is acting as principal to the extent of an undivided 50% interest in the options presently outstanding and is acting on behalf of its client, J. D. Crighton International Limited, 105 Adelaide Street West, Toronto, a company wholly owned by John D. Crighton, the President and a Director of Cantri Mines Limited to the extent of the remaining 50%.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payments in the nature of a finder's fee were made or are to be made in connection with the property acquisition referred to herein.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The vendor of the North West Territories claims is John D. Crighton, the President and a director of the company. The consideration payable is \$10,500 cash, equal to \$300 per claim, plus 200,000 shares of the Company of which 180,000 shares will be placed in escrow subject to release only on the prior written consents of the TSE and the board of directors of the Company, and subject to transfer, hypothecation or other alienation within the escrow only on the prior written consent of the TSE. The consideration payable to Crighton is equal to the consideration payable by him to W. R. Young of Yellowknife from whom Crighton recently purchased the claims.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	No person other than John D. Crighton and W. R. Young, named above, has received or will be entitled to receive a greater than 5% interest in the vendor consideration.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts. Shares of the Company remain in primary distribution.

DATED December 3, 1965.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"J.D. Crighton"

CANTRI MINES LIMITED

CORPORATE SEAL

"J.F. Brown"

Secretary-Treasurer

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

WAITE, REID & COMPANY LIMITED

"K.C. Waite"

"G. Collins"

FINANCIAL STATEMENTS

CANTRI MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

September 9th to November 15th, 1965

Cash in Bank September 9, 1965 \$ 80,054.12

Receipts

Proceeds From Underwriting 35,000.00
Loans Receivable 1,540.09

\$ 116,594.21

Disbursements:

Exploration and Development Expenses

Tipperary Concession #396 Ireland \$ 442.15
Omineca Mining Div. B.C. Claims 4,089.70 \$4,531.85

Head Office Expenses:

Toronto Stock Exchange Fees 240.02
Directors' Fees 300.00
Head Office Administration 600.00
Legal Fees 821.09
Printing 20.44 \$1,981.55

Other:

Purchase Toronto-Dominion
Bank 4 5/8 Guaranteed Deposit
Receipt Due April 1966 35,000.00
Acquisition 14 Mining Claims
Omineca Mining Div. B. C. 6,500.00 41,500.00 48,013.40

\$ 68,580.81

WORKING CAPITAL AS AT NOVEMBER 15, 1965

Current Assets - Cash In Bank 68,580.81
Current Liabilities Nil

Approved on behalf of the Board

Director F. C. Light

Director A. J. Brown

ENGINEER'S REPORT

Note - The following are excerpts from a report by G.W. McConnell, M.A.Sc., P.Eng., dated November 12th, 1965, on mining claims located in the Pine Point Area, North West Territories. A complete copy of this report is on file at the Toronto Stock Exchange.

DESCRIPTION OF PROPERTY

The RY Group consists of 35 mineral claims which are legally described as follows:

RY 1 to 35; Grant Nos N69901 to N69935, inclusive.

The claims are recorded on claim sheet 85-B11 published by the Department of Northern Affairs.

The property is located approximately 27 miles west of the Town of Pine Point and 20 miles east of Hay River. The western boundary of the Pine Point Mines Limited property is located 10 miles east of the property at the Buffalo River.

The property lies on the road and parallels the railway to Pine Point.

CONCLUSIONS

1. Substantial geological information is available to suggest that the favourable reef horizons hosting major lead-zinc deposits of Pine Point Mines and Pyramid Mining occur at a fairly shallow depth on the RY Group.
2. Projections of the top of the Presqu'ile dolomite place this favourable flat-lying horizon at a depth of approximately 300 feet on the property.
3. At the projected depth, Induced Polarization surveys should be capable of outlining any major sulphide deposits both in the Presqu'ile reef and underlying dolomite.
4. In view of the major tonnage possibilities of deposits outlined in the Pine Point area, the RY Group warrants detailed exploration.

RECOMMENDATIONS AND ESTIMATED COSTS

The writer recommends an I.P. survey of the entire property.

A line spacing of 500 feet should be adopted for more or less complete coverage by reconnaissance. Detailed work should be conducted on a 100 foot grid. The estimated cost of an I.P. survey including line cutting and detailed work is \$600.00 per line mile. About 30 line miles would be required to cover the RY property, giving a total survey cost of \$18,000.

Prior to completion of the I.P. survey, no further detailed recommendation can be made, but any sizeable anomalies should be tested by drilling. A commitment of a minimum 3,000 foot drilling contract is probable. Overall costs for drilling will approximate \$8.00 per foot or \$24,000 for the program.

The total probable expenditures for I.P. surveys and an initial diamond drilling program are \$42,000.



Respectfully submitted,

By: G. W. McConnell, M.A.Sc., P.Eng.

A handwritten signature in dark ink, appearing to read "G. W. McConnell", written over a horizontal line.

For: J. H. Parker & G. W. McConnell,
Geological & Mining Engineers.

Yellowknife, N.W.T.

November 12th, 1965

ENGINEER'S CERTIFICATE

I, GEORGE McCONNELL, of the Town of Yellowknife,
N.W.T., Canada

HEREBY CERTIFY:

- (a) That my address is Yellowknife, N.W.T., Canada,
and my occupation is that of a Geological Engineer.
- (b) I am a graduate of the University of Toronto,
Toronto, Ontario, in Geological Engineering, 1959,
with the degree of M.A.Sc.
- (c) That I have no interest either directly or
indirectly, in the properties covered in this
report.
- (d) That the accompanying report is based on personal
examination of the properties.
- (e) That the most recent visit to the Pine Point area
was made on the twelfth day of November, 1965

DATED this 12th day of November, 1965



A handwritten signature in dark ink, appearing to read "G. W. McConnell", written over a horizontal line.

George W. McConnell, M.A.Sc., P. Eng.
Geological Engineer.

DECLARATIONS MADE UNDER OATH

CANADA	}	IN THE MATTER OF
NORTHWEST TERRITORIES		CANTRI MINES LTD.
TO WIT:		

I, W. R. YOUNG, Prospector, of the Town of Yellowknife in the Northwest Territories, solemnly declare as follows:

1. I have been a Prospector for 15 years.
2. I caused the following mining claims in the Pine Point area to be staked and acquired them about two weeks ago:
 RY 1 to 35 inclusive
 Grant Nos. N-69901 to N-69935 inclusive
3. I have agreed to sell the said 35 claims to Cantri Mines Ltd. for \$300.00 per claim and 200,000 shares of stock.
4. The claims were staked by me at an approximate cost of \$4,500.00. *IN LATE OCTOBER, 1965* E.
5. This is an arms-length transaction between me and Cantri Mines Ltd. and I have no interest, direct or indirect, in that Company.
6. The only persons who are entitled to receive more than a 5% interest in the vendor consideration are

W. R. Young *MR*
Tim Kesteven *MR* E.
Charles Baker *MR*

DECLARED BEFORE ME at the Town of
10/11 *E.* *11/11/65* in the Northwest
 Territories on the *11th* day of
 November, 1965.
Earl C. Johnson
 A Notary Public in and for the
 Northwest Territories

W. R. Young

Dye & Durham Limited, 10 Adelaide Street West, Toronto, Canada
 Law and Commercial Stationers
 Form No. 141

Dominion of Canada In the Matter of

PROVINCE OF ONTARIO

COUNTY
 OF
 YORK

the purchase of 35 unpatented mining claims
 Nos. N 69901 to N 69935 inclusive in the Pine
 Point Area, North West Territories, Canada.

TO WIT:

I, JOHN D. CRIGHTON
 of the City of Toronto in the County of York

DO SOLEMNLY DECLARE THAT

1. I have agreed to purchase from one W. R. Young of Yellowknife, North West Territories, thirty-five (35) unpatented mining claims in the Pine Point Area, North West Territories, Canada, Nos. N 69901 to N 69935 inclusive, for and in consideration of the sum of \$10,500 and 200,000 shares in the capital stock of a company formed or to be formed, such shares when issued to be subject to such terms of escrow as are laid down by either the Toronto Stock Exchange or the Ontario Securities Commission.
2. That the said transaction is an arms-length transaction.
3. That I have agreed to sell the said mining claims to Cantri Mines Limited without any increase in price and without profit to myself.

AND I make this solemn Declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath, and by virtue of "The Canada Evidence Act."

DECLARED before me at the City
 of Toronto
 in the County
 of York
 this 18th day of November
 A.D. 19 65.

R. Armstrong
 A Commissioner, etc.

AR85

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS AMENDING FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS AMENDING FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 327.
FILED, JULY 14th, 1966.

CANTRI MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1407 dated February 16, 1966.

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	<p>Subject to acceptance of this Amending Filing Statement by the Toronto Stock Exchange</p> <p>1. (a) Sale of 180,000 escrowed shares and 150,000 free shares (see item 20)</p> <p>(b) Change of Board of Directors of the Company (see item 3).</p> <p>2. Termination of the option to purchase mining claims in Langmuir Township (see item 20).</p>										
2. Head office address and any other office address.	<p>On consummation of the sale of the shares referred to in item 20 hereof, change of the head office to Suite 203, 27 Carlton Street, Toronto, Ontario.</p>										
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>Upon consummation of the sale of the shares referred to in item 20 hereof, the present Board of Directors will resign and the following persons will replace same:</p> <table><tr><td>Jack West</td><td>Mining Executive & Jobber, 350 Betty Ann Drive, Willowdale, Ontario. President</td></tr><tr><td>Donald Bennett</td><td>Chartered Accountant, 36 Crispin Crescent, Willowdale, Ontario. Secretary-Treasurer</td></tr><tr><td>Harold Kitchener Brown, Sr.,</td><td>Registered Securities Salesman 162 - 6th Street, New Toronto, Ontario. Director</td></tr><tr><td>Marilyn West</td><td>Housewife, 340 Betty Ann Drive, Willowdale, Ontario Director</td></tr><tr><td>Robert R. Hilliard</td><td>Accountant, 38 Roywood Drive, Toronto, Ontario. Director</td></tr></table>	Jack West	Mining Executive & Jobber, 350 Betty Ann Drive, Willowdale, Ontario. President	Donald Bennett	Chartered Accountant, 36 Crispin Crescent, Willowdale, Ontario. Secretary-Treasurer	Harold Kitchener Brown, Sr.,	Registered Securities Salesman 162 - 6th Street, New Toronto, Ontario. Director	Marilyn West	Housewife, 340 Betty Ann Drive, Willowdale, Ontario Director	Robert R. Hilliard	Accountant, 38 Roywood Drive, Toronto, Ontario. Director
Jack West	Mining Executive & Jobber, 350 Betty Ann Drive, Willowdale, Ontario. President										
Donald Bennett	Chartered Accountant, 36 Crispin Crescent, Willowdale, Ontario. Secretary-Treasurer										
Harold Kitchener Brown, Sr.,	Registered Securities Salesman 162 - 6th Street, New Toronto, Ontario. Director										
Marilyn West	Housewife, 340 Betty Ann Drive, Willowdale, Ontario Director										
Robert R. Hilliard	Accountant, 38 Roywood Drive, Toronto, Ontario. Director										
4. Share capitalization showing authorized and issued and outstanding capital.	<p>Authorized: 5,000,000 shares of the par value of \$1.00 each.</p> <p>Issued: 1,892,501 fully paid and non-assessable shares.</p>										
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>The option set forth in item 6 of Filing Statement 1407 was terminated because of default.</p>										
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	<p>Joseph Harris, 120 Shelborne Avenue, Toronto, Ontario, will be paid a commission of \$3,000 by Tinex Development Exploration Limited if the sale of the shares referred to in item 20 is consummated.</p>										

FINANCIAL STATEMENT

CANTRI MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE FOUR MONTHS ENDED 30 JUNE 1966

Working capital at 1 March 1966

Current assets	\$ 111,290.74	
Less: Current liabilities	<u>336.31</u>	\$ 110,954.43

Source of funds

Interest earned	\$ 798.29	
Transfer of deposit from expenditures of prior period	<u>2,500.00</u>	<u>3,298.29</u>
		\$ 114,252.72

Application of funds

Administrative expenditures

Secretarial and office	\$ 1,700.00	
Legal and audit	3,197.35	
Share transfer agent	1,675.02	
Sundry expenses	<u>903.49</u>	\$ 7,475.86

Explorative expenditures

Pine Point Area		
Line cutting	\$ 2,004.95	
Geophysical surveys	8,256.21	
Engineering	2,403.35	
Sundry	374.55	
Deposit on D.D. contract	<u>5,000.00</u>	18,039.06

Langmuir Township

Line cutting	660.00	
Geophysical surveys	1,155.00	
Diamond drilling	10,597.99	
Engineering	2,347.30	
Travel	630.50	
Sundry	<u>322.07</u>	15,712.86

Wig Lake Area

Diamond drilling	1,586.94	
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Advance - Tyone Mines Ltd.

Area deposit	1,500.00	
Exploration expenditures	<u>1,702.27</u>	<u>3,202.27</u>
		<u>46,016.99</u>

Working capital at 30 June 1966

Current assets	\$ 70,441.28	
Less: Current liabilities	<u>2,205.55</u>	\$ <u>68,235.73</u>

APPROVED:


Director


Director

G. P. THODAY, P. ENG.
CONSULTING MINING ENGINEER
HAILEYBURY, ONTARIO

July 6th, 1966.

Cantri Mines Limited,
105 Adelaide St. W.,
Toronto, Ontario.

Gentlemen:

Cantri Mines Limited, 14 claim group property located in the Endako area of British Columbia has been fully described in my two previous reports dated September 15, 1965 and February 15, 1966 respectively.

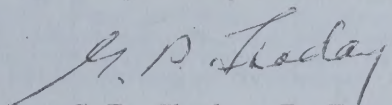
The recommendations in my report dated September 15, 1965 were carried out and one lightly mineralized outcrop of molybdenum was noted.

My report dated February 15, 1966 recommended a geochemical survey, to be followed by a modest diamond drilling programme if the survey so warranted it.

The adjoining property was conducting a geochemical survey at the time of my last report and the results of that survey, although they had a number of showings of molybdenite was not at all helpful to them.

It is therefore recommended that no further work be conducted over the property at this time.

Respectfully Submitted,



G.P. Thoday, P. Eng.

GPT/ld

<p>9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.</p>	<p>The signatories hereto are advised that after the new board takes office they propose to re-assess the present holdings of the Company and carry on such exploration and development work as may be recommended by its consultants. In addition, the new management intends to examine mining ventures of possible merit in which the Company may participate and to acquire, if possible, mineral prospects for exploration. Any such venture or property acquisition will not be completed unless and until disclosed in an Amending Filing Statement filed with the Toronto Stock Exchange.</p>
<p>10. Brief statement of company's chief development work during past year.</p>	<p>During the past year the Company carried out exploration programs on three separate groups of mining claims as follows:</p> <ol style="list-style-type: none"> 1. On its Pine Point Area claims the Company carried out an induced polarization survey, followed by a detailed gravity survey and 1,000 feet of diamond drilling, at a total cost of \$18,039.06. 2. On its Langmuir Township claims the Company carried out geophysical surveys followed by 1,769 feet of diamond drilling, at a total cost of \$15,712.86. 3. On its Wig (Baker) Lake property one drill hole to a depth of 182 feet was completed, at a total cost of \$1,586.94.
<p>20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.</p>	<ol style="list-style-type: none"> (a) Subject to this Amending Filing Statement being accepted for filing by the Toronto Stock Exchange, Tinex Development Exploration Limited has agreed to purchase from J. D. Crighton International Limited, Suite 1005, 105 Adelaide Street West, Toronto, Ontario, of which J. D. Crighton, 17 Thornhill Avenue, Thornhill, Ontario, is the only person owning a greater than 5% interest, 150,000 free shares and 180,000 escrowed shares in the capital stock of Cantri Mines Limited for the full consideration of \$40,000; the 180,000 escrowed shares are being purchased by J. D. Crighton International Limited from J. W. Young, the registered owner thereof. (b) There are no shares of the Company presently in the course of primary distribution to the public. (c) The option to purchase the 6 unpatented mining claims in Langmuir Township, Porcupine Area of Ontario, pursuant to the agreement dated the 18th of January, 1966, between the Company and Gordon Leliever was not exercised by the Company.

DATED June 29th 1966

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"J.D. Crighton"

"F.G. Briscoe"

CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS AMENDING FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS AMENDING FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 328,
FILED, JULY 14th, 1966.

CANTRI MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1407 dated February 16, 1966, and
Amending Filing Statement No. 327 dated June 29, 1966

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	Change in Board of Directors and Officers & Head Office.										
2. Head office address and any other office address.	Suite 203, 27 Carlton Street, Toronto, Ontario										
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>The present Board of Directors and Officers are as follows:</p> <table> <tr> <td>JACK WEST</td><td>Mining Executive and Jobber, 350 Betty Ann Drive, Willowdale, Ontario, President</td></tr> <tr> <td>DONALD BENNETT</td><td>Chartered Accountant, 36 Crispin Crescent, Willowdale, Ontario. Secretary-Treasurer</td></tr> <tr> <td>HAROLD KITCHENER BROWN, SR.</td><td>Registered Securities Salesman, 162 - 6th Street, New Toronto, Ontario, Director</td></tr> <tr> <td>MARILYN WEST</td><td>Housewife, 340 Betty Ann Drive, Willowdale, Ontario, Director</td></tr> <tr> <td>ROBERT R. HILLIARD</td><td>Accountant, 38 Roywood Drive, Toronto, Ontario, Director</td></tr> </table>	JACK WEST	Mining Executive and Jobber, 350 Betty Ann Drive, Willowdale, Ontario, President	DONALD BENNETT	Chartered Accountant, 36 Crispin Crescent, Willowdale, Ontario. Secretary-Treasurer	HAROLD KITCHENER BROWN, SR.	Registered Securities Salesman, 162 - 6th Street, New Toronto, Ontario, Director	MARILYN WEST	Housewife, 340 Betty Ann Drive, Willowdale, Ontario, Director	ROBERT R. HILLIARD	Accountant, 38 Roywood Drive, Toronto, Ontario, Director
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MARILYN WEST	Housewife, 340 Betty Ann Drive, Willowdale, Ontario, Director										
ROBERT R. HILLIARD	Accountant, 38 Roywood Drive, Toronto, Ontario, Director										
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The present Board proposes to have their own mining consultant re-assess the present holdings of the Company to determine if any further exploration and development work thereon is warranted. In addition, the new management intends to examine and seek out mining ventures of possible merit in which it may participate and to acquire if possible, mineral prospects for exploration.</p> <p>Any such venture or property acquisition will not be completed unless and until disclosed in an Amending Filing Statement filed with the Toronto Stock Exchange.</p>										
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	<p>Tinex Development Exploration Limited, Suite 203, 27 Carlton Street, Toronto, Ontario may be in a position to materially effect control of the Company if it were able to solicit additional proxies.</p> <p>Tinex is an Ontario public company and there are no persons who, by reason of beneficial ownership of securities or any agreement in writing, are in a position or are entitled to elect or cause to be elected a majority of its directors.</p> <p>The present management of Tinex are dependent upon solicitation of proxies from shareholders to maintain the present directors and officers in office. Mr. Jack West, the President of the Company, is also the Managing Director of Tinex.</p>										
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>There are no shares of the Company presently in the course of primary distribution to the public.</p> <p>There are no other material facts.</p>										

DATED July 17, 1966

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"J. West"

CANTRI MINES LIMITED

CORPORATE
SEAL

"D. Bennett"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

